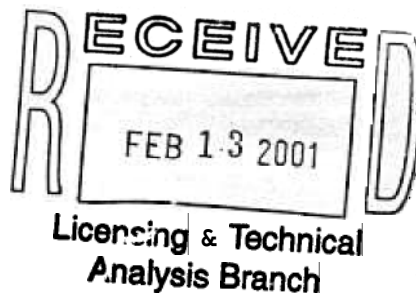


WILKINSON) BARKER KNAUER) LLP



COPY

2300 N STREET, NW
SUITE 700
WASHINGTON, DC 20037-1128
TEL 202.783.4141
FAX 202.783.5851
www.wbklaw.com

February 9, 2001

VIA HAND DELIVERY

Magalie Roman Saias, Secretary
Federal Communications Commission
1270 Fairfield Road
Gettysburg, PA 17325-7245

Re: Cingular Wireless LLC
FCC Form 602 — Ownership Disclosure Information



Dear Ms. Salas:

Pursuant to Section 1.919(b)(3) of the Commission's rules, and the procedures set forth in **Public** Notice, DA 99-3 14 (released Feb. 10, 1999), Cingular Wireless LLC ("Cingular"), by its attorneys, hereby submits an original and one copy of an FCC Form 602 Ownership Disclosure Information for the Wireless Telecommunications Services. 47 C.F.R. § 1.919(b)(3). This information is submitted in connection with an FCC Form 603 to transfer control of 50 percent of CCPR Paging, Inc. to Cingular that is being filed contemporaneously **via the Commission's Universal Licensing System.**

In preparing the instant Form 602, Cingular has used its best efforts and acted in good faith to provide the most complete ownership information possible. Should significant updated or additional information become available to Cingular, the enclosed Form 602 will be revised accordingly. Additional information will be provided upon request.

Should you have any questions regarding this FCC Form 602, please contact the undersigned.

Sincerely,

WILKINSON BARKER KNAUER, LLP

A handwritten signature in black ink, appearing to read "William R. Layton".

By: Robert G. Kirk
William R. Layton

Enclosures


2-9-01

F R A N K F U R T

FCC Ownership Disclosure Information for the
Wireless Telecommunications Services

Approved by OMB
3060 - 0790
See instructions for
public burden estimate

Applicant/Licensee Information


1) First Name (if individual):	MI:	Last Name:	suffix:
2) Applicant Name (if entity): CINGULAR WIRELESS LLC			3) Applicant TIN: 

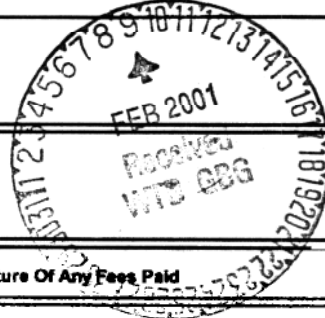
Related FCC Regulated Businesses of Applicant/Licensee

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee (use additional sheets, if necessary):	4b) Principal Business:	4c) TIN:	4d) Percent of Interest Held:
SEE EXHIBIT 1			

Signature

5) Typed or Printed Name of Party Authorized to Sign

First Name: CAROL	MI: L.	Last Name: TACKER	Suffix:
Title: VICE PRESIDENT/GENERAL COUNSEL & SECRETARY			
Signature: 			Date: 2/8/01
Failure To Sign This Application May Result In Dismissal Of The Application And Forfeiture Of Any Fees Paid			
WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT [U.S. Code, Title 18, Section 1001] AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).			



Schedule for Disclosable interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	Suffix:
2) Disclosable interest Holder's Name (if entity): SBC COMMUNICATIONS INC.			3) Disclosable Interest Holder's TIN:
4) Disclosable Interest Holder's Address: ATTENTION: WAYNE WATTS 175 EAST HOUSTON, SAN ANTONIO, TX 78205			
5) Type of Interest in Applicant (I) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): (C) (refer to instructions for list of codes):	7) Percent of Interest Held in Applicant: (SEE EXHIBIT 2)	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): 0 — OTHER (VOTING)		9) Disclosable Interest Holder's Country of Citizenship: UNITED STATES	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): (SEE EXHIBIT 2)			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

IIa) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	IIb) Principal Business:	IIc) TIN:	IId) Percent of Interest Held:
SEE SBC COMMUNICATIONS INC.'S FCC FORM 602 WHICH IS ON FILE WITH THE COMMISSION			

FCC Ownership Disclosure information for the
Wireless Telecommunications Services
Schedule for Disclosable interest Holders

Approved by OMB
3060 -0799
See instructions for
public burden estimate

Disclosable Interest Holder information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	suffix:
2) Disclosable Interest Holder's Name (if entity): BELLSOUTH CORPORATION		3) Disclosable Interest Holder's TIN:	
4) Disclosable Interest Holder's Address: ATTENTION: CHARLES FEATHERSTUN 1155 PEACHTREE STREET, N.E., ATLANTA, GA 30309			
5) Type of Interest in Applicant (I) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): (C) (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant: (SEE EXHIBIT 2)
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): 0 — OTHER (VOTING)		9) Disclosable interest Holder's Country of Citizenship: UNITED STATES	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): (SEE EXHIBIT 2)			

Related FCC Regulated Businesses of Disclosable interest Holders (repeat for each interest holder identified):

Ila) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	Iib) Principal Business:	Iic) TIN:	IId) Percent of Interest Held:
SEE BELLSOUTH CORPORATION'S FCC FORM 602 WHICH IS ON FILE WITH THE COMMISSION			

FCC Ownership Disclosure information for the
Wireless Telecommunications Services

Approved by OMB
3060 -0799 -
See instructions for
public burden estimate











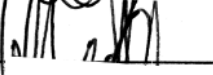



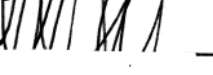

Schedule for Disclosable interest Holders





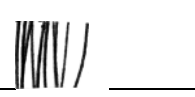
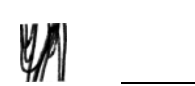

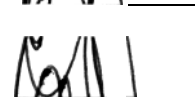

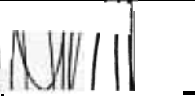


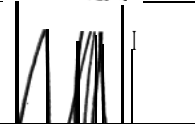
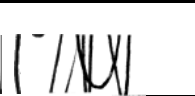
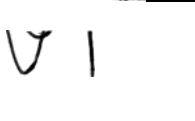
Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)



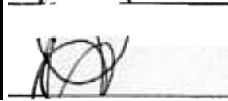










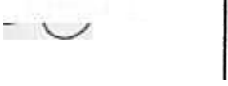
1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	suffix:
2) Disclosable Interest Holder's Name (if entity): CINGULAR MANAGEMENT CORP.			3) Disclosable Interest Holder's TIN:
4) Disclosable Interest Holder's Address: ATTENTION: CAROL TACKER 5565 GLENRIDGE CONNECTOR, TWELFTH FLOOR, ATLANTA, GA 30342			
5) Type of Interest in Applicant (D, M) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): (C) (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant: (SEE EXHIBIT 2)
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): 0 — OTHER (VOTING)		9) Disclosable interest Holder's Country of Citizenship: UNITED STATES	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):			
















Related FCC Regulated Businesses of Disclosable interest Holders (repeat for each interest holder identified)







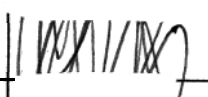



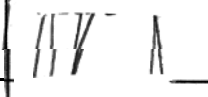

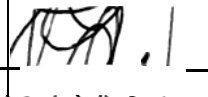

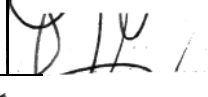

IIa) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	IIb) Principal Business:	IIc) TIN:	IId) Percent of Interest Held:















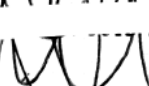

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee	4b) Principal Business	4c) TIN:	4d) Percent of Interest Held:
ABILENE SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		71.00
ACADIANA CELLULAR GENERAL PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		35.00
ALABAMA CELLULAR SERVICE, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		100.00
ALLTEL CELLULAR ASSOCIATES OF SOUTH CAROLINA LIMITED PARTNERSHIP One Allied Drive Little Rock, AR 72202	Provision of CMRS services		46.42
AMARILLO SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		71.00
AMCELL OF ATLANTIC CITY, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		100.00
AMERICAN CELLULAR COMMUNICATIONS LLC 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		100.00
AMERICAN CELLULAR NETWORK COMPANY, LLC 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		100.00
AMERITECH MOBILE COMMUNICATIONS, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		100.00
AMERITECH WIRELESS COMMUNICATIONS, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		100.00
ANNISTON-WESTEL COMPANY, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		100.00
ATLANTA-ATHENS MSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		100.00
AURORA/ELGIN CELLULAR TELEPHONE, LLC 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		100.00
BCTC OF TEXAS, LLC 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		100.00
BELLSOUTH CAROLINAS PCS, L.L.C. 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		100.00
BELLSOUTH MOBILITY LLC 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		100.00




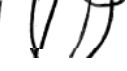





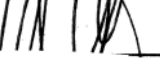
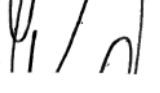




4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee	4b) Principal Business	4c) TIN:	4d) Percent of Interest Held:
BELLSOUTH PERSONAL COMMUNICATIONS, LLC 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		100.00
BLOOMINGTON CELLULAR TELEPHONE COMPANY 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		94.21
CCPR OF THE VIRGIN ISLANDS, INC. ² 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		50.00
CCPR PAGING, INC. ³ 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		50.00
CCPR SERVICES, MC. ⁴ 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		50.00
CELL SOUTH OF NEW JERSEY, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		100.00
CHAMPAIGN CELLTELCO 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		98.32
CHATTANOOGA MSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		69.73
CINCINNATI SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		53.03
CINGULAR INTERACTIVE L.P. 10 Woodbridge Center Drive Woodbridge, NJ 07095	Provision of CMRS services		95.96
CORPUS CHRISTI SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		100.00
DALLAS SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		99.50
DECATUR CELLULAR TELEPHONE COMPANY, LLC 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		100.00
DECATUR RSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		80.00
DELAWARE VALLEY PCS COMMUNICATIONS, LLC 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		100.00

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee	4b) Principal Business	4c) TIN:	4d) Percent of Interest Held:
DETROIT SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		95.42
EASTERN MISSOURI CELLULAR LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		98.00
FLORIDA CELLULAR SERVICE, LLC 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		100.00
FLORIDA RSA NO. 2B (INDIAN RIVER) LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		71.50
GALVESTON CELLULAR TELEPHONE COMPANY 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		100.00
GEORGIA RSA NO. 1 LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		74.46
GEORGIA RSA NO. 2 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		61.23
GEORGIA RSA NO. 3 LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		75.00
GTE MOBILNET OF AUSTIN LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		64.18
GTE MOBILNET OF TEXAS RSA #11 LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		64.00
GTE MOBILNET OF TEXAS RSA #16 LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		71.20
HOUMA-THIBODAUX CELLULAR PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		99.01
HOUSTON CELLULAR TELEPHONE COMPANY, L.P. 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		100.00
HUNTSVILLE MSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		100.00

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee	4b) Principal Business	4c) TIN:	4 d) Percent of Interest Held:
INDIANA 8, L.L.C. 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		100.00
INDIANA CELLULAR LLC 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		100.00
JACKSONVILLE MSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		85.76
JOLIET CELLULAR TELEPHONE, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		100.00
KANKAKEE CELLULAR L.L.C. 5 13 1 Meadowlark Lane Protage, MI 49024	Provision of CMRS services		10.07
KANSAS CITY SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		81.00
KENTUCKY CGSA, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		100.00
LAFAYETTE MSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		51.00
LOUISIANA CELLULAR HOLDINGS., L.L.C. 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		100.00
LOUISIANA RSA NO. 7 CELLULAR GENERAL PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		66.70
LOUISIANA RSA NO. 8 LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		50.00
LUBBOCK SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		71.00
MADISON SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		64.68
MCALLEN-EDINBURG-MISSION SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		77.50
MCTA 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		73.30

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee	4b) Principal Business	4c) TIN:	4d) Percent of Interest Held:
MEMPHIS SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		100.00
MIDLAND-ODESSA SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		71.00
MILWAUKEE SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		79.08
MISSOURI RSA 8 LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		60.00
MISSOURI RSA 9B 1 LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		50.40
MISSOURI RSA 1 1/12 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		50.00
M-T CELLULAR, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		100.00
NEW YORK HOLDINGS, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		100.00
NORTHEAST MISSISSIPPI CELLULAR, LLC 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		100.00
NORTHEASTERN GEORGIA RSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		35.00
OKLAHOMA CITY SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		62.00
OKLAHOMA RSA 3 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		74.00
OKLAHOMA RSA 9 LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		60.00
ORLANDO CGSA, LLC 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		100.00
ORLANDO SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		100.00
PACIFIC BELL WIRELESS, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		100.00

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee	4b) Principal Business	4c) TIN:	4d) Percent of Interest Held:
PACIFIC BELL WIRELESS NORTHWEST, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		100.00
PACIFIC TELESIS MOBILE SERVICES, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		100.00
ST. JOSEPH SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		51.00
SALMON PCS LLC Two Wisconsin Circle, Suite 850 Chevy Chase, MD 20815	Applicant for CMRS licenses		85.00
SAN ANTONIO SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		100.00
SAN JUAN CELLULAR TELEPHONE COMPANY 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		50.00
SBMS CELLULAR TELECOMMUNICATIONS BLOOMINGTON, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		100.00
SBMS CELLULAR TELECOMMUNICATIONS SPRINGFIELD, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		100.00
SNET CELLULAR, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		100.00
SNET MOBILITY, LLC 17330 Preston Road Suite 100A Dallas, TX 75252	Provision of international long distance services		100.00
SOUTHWESTERN BELL MOBILE SYSTEMS, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		100.00
SOUTHWESTERN BELL WIRELESS, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		100.00
TENNESSEE RSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		100.00
TEXAS RSA 6 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		49.50
TEXAS RSA 7B 1 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		50.00
TEXAS RSA 9B 1 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		35.62

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee	4b) Principal Business	4c) TIN:	4d) Percent of Interest Held:
TEXAS RSA 9B4 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		84.62
TEXAS RSA 10B1 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		75.00
TEXAS RSA 10B3 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		75.00
TEXAS RSA 18 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		34.00
TEXAS RSA 19 LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		33.34
TEXAS RSA 20B 1 LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		50.00
THUMB CELLULAR LIMITED PARTNERSHIP P.O. Box 650 Pigeon, MI 48755	Provision of CMRS services		23.00
TOLEDO MSA LIMITED PARTNERSHIP Regulatory Team R0401 8725 West Higgins Road Chicago, IL 60631	Provision of CMRS services		14.90
TOPEKA SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		77.00
USVI CELLULAR TELEPHONE CORPORATION ² 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		50.00
VINELAND CELLULAR TELEPHONE COMPANY, LLC 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		100.00
WASHINGTON/BALTIMORE CELLULAR LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		87.16
WESTEL-INDIANAPOLIS LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		100.00
WESTEL-MILWAUKEE COMPANY, LLC 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		100.00
WICHITA SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		60.00

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee	4b) Principal Business	4c) TIN:	4d) Percent of Interest Held:
WORCESTER TELEPHONE COMPANY 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services		90.60

NOTES

¹ Neither Cingular Wireless LLC nor either of its controlling parties controls this entity; accordingly, they do not have its TIN. Therefore, Cingular Wireless LLC is supplying this entity's unique Licensee ID Number, which is publicly available on the Universal Licensing System.

² Applications to transfer control of these entities to Cingular Wireless LLC have been granted by the Commission, but the transaction is awaiting consummation.

³ An application to transfer control of this entity to Cingular Wireless LLC has been filed and is pending Commission action.

⁴ Neither Cingular Wireless LLC nor either of its controlling parties controls this entity; accordingly, they do not have its TIN. Therefore, Cingular Wireless LLC is supplying this entity's unique Licensee ID Number, which is publicly available on the Universal Licensing System. *See also In re Applications of SBC Communications Inc. and BellSouth Corporation*, WT Docket No. 00-8 1, Memorandum Opinion and Order, DA 00-2223 ¶¶ 14-17 (rel. Sept. 29, 2000).

SBC Communications Inc. (“SBC”), through various wholly owned subsidiaries, indirectly holds approximately 60 percent of the Applicant’s LLC Units. **BellSouth** Corporation (“**BellSouth**”), through various wholly owned subsidiaries, indirectly holds approximately 40 percent of the Applicant’s LLC Units. Cingular Management Corp., which is owned and controlled equally by SBC and **BellSouth**, directly holds less than one percent of the Applicant’s LLC Units.

SBC holds its indirect interests in the Applicant and in Cingular Management Corp. through SBC Alloy Holdings, Inc. SBC Alloy Holdings, Inc. is jointly owned by nine wholly owned subsidiaries of SBC: New Southwestern Bell Mobile Systems, Inc. (“New SBMS”; 62.32 percent); Ameritech Corporation (“Ameritech”; 11.09 percent); AWACS, Inc. (9.19 percent); Southern New England Telecommunications Corporation (“SNET”; 6.31 percent); Associated Communications Corporation (“Associated”; 4.55 percent); New SBC Wireless, Inc. (“New SBCW”; 3.47 percent); Pacific Telesis Group (“PTG”; 2.73 percent); Radiofone Holdings, Inc. (“Radiofone”; 0.29 percent); and The Woodbury Telephone Company (“Woodbury”; 0.05 percent). SBC directly owns SNET, PTG, New SBCW, and Ameritech. SNET directly owns Woodbury. New SBCW owns 80 percent and PTG owns 20 percent of New SBMS. New SBCW also owns Associated and Radiofone in addition to Delaware Valley Cellular Corporation, which directly owns AWACS, Inc.

BellSouth holds its indirect interests in Cingular through five (5) wholly owned subsidiaries: **BellSouth** Cellular Corp.; **BellSouth** Mobile Data, Inc.; **RAM** Broadcasting Corporation; **AB** Cellular Holding, LLC; and Wireless Telecommunications Investment Company LLC. **BellSouth** directly owns **RAM** Broadcasting Corporation and **BellSouth** Enterprises, Inc. **BellSouth** Enterprises, Inc. directly owns **BellSouth** Mobile Data, Inc. and **BellSouth** Mobile Systems, Inc. **BellSouth** Mobile Systems, Inc. directly owns **BellSouth** Cellular Corp. **BellSouth** Cellular Corp. directly owns BSCC of Houston, LLC; Los Angeles **RCCs**, LLC; and Westel-Los Angeles LLC. Los Angeles **RCCs**, LLC and Westel-Los Angeles LLC directly own 51 percent and 49 percent, respectively, of ACCC of Los Angeles, Inc. ACCC of Los Angeles, Inc. directly owns 79.74 percent of AB Cellular Holding, LLC. BSCC of Houston, LLC directly owns 19.94 percent of AB Cellular Holding, LLC, as well as 100 percent of BSCC of Houston Holdings, Inc., which directly owns 0.32 percent of **AB** Cellular Holding, LLC. AB Cellular Holding, LLC wholly owns Wireless Telecommunications Investment Company LLC.

SBC Alloy Holdings, Inc. and **BellSouth** equally own and control Cingular Management Corp., which – in addition to the de minimis ownership interest in the Applicant described above – controls the Applicant. Therefore, although the economic interests in the Applicant are divided approximately 60/40 between SBC subsidiaries and **BellSouth** subsidiaries, control is equally shared.